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Attorneys for North Star Trust Company

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

THOMAS FERNANDEZ, LORA SMITH,  
and TOSHA THOMAS

Plaintiffs,

vs.

K-M INDUSTRIES HOLDING CO., INC.;  
K-M INDUSTRIES HOLDING CO., INC.  
ESOP PLAN COMMITTEE; WILLIAM  
E. AND DESIREE B. MOORE  
REVOCABLE TRUST; TRUSTEES OF  
THE WILLIAM E. AND DESIREE B.  
MOORE REVOCABLE TRUST; CIG  
ESOP PLAN COMMITTEE; NORTH  
STAR TRUST COMPANY; DESIREE B.  
MOORE REVOCABLE TRUST;  
WILLIAM E. MOORE MARITAL  
TRUST; WILLIAM E. MOORE  
GENERATION-SKIPPING TRUST; and  
DESIREE MOORE, BOTH IN HER  
INDIVIDUAL CAPACITY AND AS  
TRUSTEE OF THE WILLIAM E AND  
DESIREE B. MOORE REVOCABLE  
TRUST'S SUCCESSOR TRUSTS  
NAMED ABOVE,

Defendants.

Case No. C06-07339 CW

**STIPULATION AND ORDER  
CONTINUING HEARING ON  
PLAINTIFFS' MOTION FOR  
PRELIMINARY APPROVAL OF  
PARTIAL CLASS ACTION SETTLEMENT  
AND ESTABLISHING BRIEFING  
SCHEDULE ON SAID MOTION**

1 WHEREAS, Plaintiffs Thomas Fernandez, Lora Smith, and Tosha Thomas (“Plaintiffs”)  
 2 and Defendants K-M Industries Holding Co., Inc.; K-M Industries Holding Co., Inc. ESOP Plan  
 3 Committee; William E. and Desiree B. Moore Revocable Trust; Trustees of the William E. and  
 4 Desiree B. Moore Revocable Trust; CIG ESOP Plan Committee; Desiree B. Moore Revocable  
 5 Trust; William E. Moore Marital Trust; William E. Moore Generation-Skipping Trust; and  
 6 Desiree Moore, both in her Individual Capacity and as Trustee of the William E. and Desiree B.  
 7 Moore Revocable Trust’s Successor Trusts (“Settling Defendants”) have indicated that they have  
 8 reached an agreement to settle the disputes between them;

9 WHEREAS, Defendant North Star Trust Company (“North Star”) is not party to the  
 10 settlement between Plaintiffs and the Settling Defendants;

11 WHEREAS, Plaintiffs filed a Notice of Motion and Motion for Preliminary Approval of  
 12 Partial Class Action Settlement (“Motion”) with this Court on November 14, 2008;

13 WHEREAS, Plaintiffs noticed the Motion for hearing on December 18, 2008;

14 WHEREAS, Plaintiffs, the Settling Defendants, and North Star have conferred regarding  
 15 certain issues regarding the proposed settlement;

16 WHEREAS, Plaintiffs have agreed to continue the hearing date on the Motion to January  
 17 8, 2009 at 2:00 p.m.;

18 WHEREAS, the Plaintiffs, Settling Defendants, and North Star have agreed to the  
 19 following briefing schedule on the Motion: North Star’s Opposition to the Motion shall be filed  
 20 on or before Tuesday, December 9, 2008, and Plaintiffs’ and/or the Settling Defendants’ Reply in  
 21 Support of the Motion shall be filed on or before Friday, December 19, 2008;

22 WHEREAS, North Star previously extended the Settling Defendants’ date for filing their  
 23 Answers, which may include counter claims (“Answers”), to North Star’s cross claims against  
 24 them to December 22, 2008; and

25 WHEREAS, Settling Defendants have requested, and North Star has agreed, to further  
 26 extend the date for Settling Defendants to file their Answers to North Star’s cross claims to  
 27 January 22, 2009.

28 IT IS HEREBY STIPULATED by and between the parties hereto through their respective

counsel of record and pursuant to Local Rule 6-1(b) as follows:

(1) The hearing on Plaintiffs' Motion shall be continued from Thursday, December 18, 2008 to Thursday, January 8, 2009 at 2:00 p.m.;

(2) North Star's Opposition to the Motion shall be filed on or before Tuesday, December 9, 2008;

(3) Plaintiffs' and/or the Settling Defendants' Reply in support of the Motion shall be filed on or before Friday, December 19, 2008; and

(4) The last day for the Settling Defendants to file their Answers to North Star's cross claims shall be Thursday, January 22, 2009.

**IT IS SO STIPULATED:**

DATED: November 21, 2008

LEWIS, FEINBERG, LEE, RENAKER & JACKSON, P.C.

By: /S/ Daniel M. Feinberg  
Daniel M. Feinberg  
Attorneys for Plaintiffs Thomas Fernandez,  
Lora Smith, and Tosha Thomas

DATED: November 21, 2008

LOVITT & HANNAN, INC.

By: /S/ Henry Bornstein  
Henry Bornstein  
Attorneys for Defendants K-M Industries  
Holding Co., Inc.; K-M Industries Holding  
Co., Inc. ESOP Plan Committee; and CIG  
ESOP Plan Committee

DATED: November 21, 2008

HENNIGAN, BENNETT & DORMAN LLP

By: /S/ Lauren Smith  
Lauren Smith  
Allison Chock  
Attorneys for Defendants William E. and  
Desiree B. Moore Revocable Trust; Trustee  
of the William E. and Desiree B. Moore  
Revocable Trust; Desiree B. Moore  
Revocable Trust; William E. Moore Marital  
Trust; William E. Moore Generation-  
Skipping Trust; and Desiree Moore

SIGNATURES CONTINUED ON NEXT PAGE

1 DATED: November 21, 2008

MORGAN, LEWIS & BOCKIUS LLP

2 By: /S/ Donald P. Sullivan  
3 Donald P. Sullivan  
4 Attorneys for Defendant North Star Trust  
Company

5 **ATTESTATION**

6 I hereby attest that I have on file all holograph signatures for any signatures indicated by a  
7 “conformed” signature (/S/) within this efiled document.

8 DATED: November 21, 2008

MORGAN, LEWIS & BOCKIUS LLP

9 By: /S/ Donald P. Sullivan  
10 Donald P. Sullivan  
11 Attorneys for Defendant North Star Trust  
Company

12 **ORDER**

13 For good cause shown, it is hereby ordered that:

14 (1) The hearing on Plaintiffs’ Motion shall be continued from Thursday, December  
15 18, 2008 to Thursday, January 8, 2009 at 2:00 p.m.;

16 (2) North Star’s Opposition to the Motion shall be filed on or before Tuesday,  
17 December 9, 2008;

18 (3) Plaintiffs’ and/or the Settling Defendants’ Reply in support of the Motion shall be  
19 filed on or before Friday, December 19, 2008; and

20 (4) The last day for the Settling Defendants to file their Answers to North Star’s cross  
21 claims shall be Thursday, January 22, 2009.

22  
23 **IT IS SO ORDERED:**

24 11/24/08



25 DATED: \_\_\_\_\_

26 The Honorable Claudia Wilken  
27 United States District Judge

28 DB2/20912551.1